

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

SURFACE MATERIALS SALES, INC.) CASE NO. 1:04CV1277
)
Plaintiff,) JUDGE DONALD C. NUGENT
)
vs.) AFFIDAVIT OF EDWARD DEPALMA
) IN SUPPORT OF PLAINTIFF,
) SURFACE MATERIALS SALES, INC.'S
FELISA BLAZEK) MOTION FOR TEMPORARY
) RESTRAINING ORDER AND
Defendant.) PRELIMINARY INJUNCTION

STATE OF NEW JERSEY)
) SS:
COUNTY OF Middlesex)

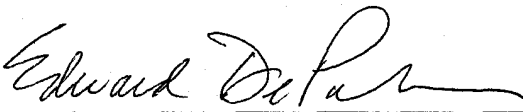
Edward DePalma, being first duly sworn according to law, states the following of his personal knowledge:

1. I am over the age of eighteen (18) years, am competent to testify, and have personal knowledge of the facts stated in this affidavit.
2. I am currently the Vice President, Eastern Region for Surface Materials Sales, Inc. ("Surface") and have been employed by Surface since mid-April of 2003.
3. My duties include supervising the sales representatives in the Eastern Region, which included supervising Felisa Blazek while she was a Surface representative.

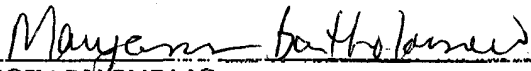
4. The best way for a sales representative to increase his or her sales is to develop good relationships with the customers. This is done by, among other things, keeping in regular contact, visiting often, and taking customers out to lunch. I encouraged Felisa Blazek to do these things when she reported to me, and she did develop close relationships with many of her customers.
5. In May of 2003, Surface changed Felisa Blazek's compensation from the previous \$50,000 per year guarantee. Experienced sales representatives are generally not on guaranteed salaries, but are paid mostly through commissions. I met with Felisa Blazek and gave her the documents (attached as Exhibit A) concerning this new structure. She became very upset at this meeting, and said she was not able to sign it then but would take it home and review it.
6. From approximately the date of that meeting on, Felisa Blazek was compensated in accordance with Exhibit A. Felisa Blazek never indicated that she did not agree to the terms of Exhibit A.
7. During her time with Surface, Felisa Blazek was provided with multiple documents that I consider to be proprietary, such as account lists (which often include rankings), pricing programs, reports of sales and of amounts of Surface Material products that certain customers have specified to be used in construction/renovation. As do most sales-driven companies, Surface tracks customer sales and other activities very closely, and provides much of this information to its sales representatives in various reports for their use in future sales efforts. To my knowledge, she has returned none of this information.

8. Based upon the above information, I have concluded that Blazek is soliciting business from Lavallee, Newman, Stibler, C.M.K, Tobcy and JSA as a sales representative of Wolf.

FURTHER AFFLIANT SAYETH NAUGHT.


EDWARD DEPALMA
SURFACE MATERIALS SALES, INC.

SWORN TO BEFORE ME and subscribed in my presence, this 26 day of July, 2004.


NOTARY PUBLIC

MARYANN BARTHOLOMEW
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES AUG 22, 2005